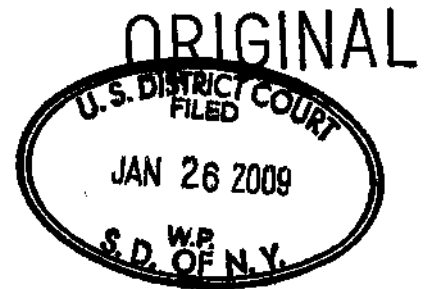


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*Attorneys for Cellco Partnership d/b/a Verizon Wireless*

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

UNITED STATES OF AMERICA,

Plaintiff,

- v. -

AMERICAN SOCIETY OF COMPOSERS,  
AUTHORS AND PUBLISHERS, et al.,

Defendants.

In the Matter of the Application of  
CELLCO PARTNERSHIP d/b/a VERIZON  
WIRELESS,

Applicant,

for the Determination of Reasonable License  
Fees

Civil Action No. 41-1395 (WCC)

**CORPORATE DISCLOSURE  
STATEMENT OF CELLCO  
PARTNERSHIP d/b/a VERIZON  
WIRELESS**

**CORPORATE DISCLOSURE STATEMENT**

Pursuant to Rule 7.1 of the Federal Rules of Civil Procedure, Cellco Partnership d/b/a Verizon Wireless ("Verizon Wireless") submits the following corporate disclosure statement:

Verizon Wireless is a general partnership formed under the laws of the State of Delaware. Verizon Wireless has seven partners in total. Verizon Communications Inc. and Vodafone Group Plc. indirectly own a 55% and 45% interest, respectively. The following is a listing of partners:

**Bell Atlantic Cellular Holdings, L.P., One Verizon Way, Basking Ridge, NJ 07920-1097**

- a Delaware limited partnership with its principal place of business in New Jersey
- Composed of:
  - Bell Atlantic Personal Communications, Inc. a Delaware corporation with its principal place of business in New Jersey
  - Bell Atlantic Mobile Systems, Inc. a Delaware corporation with its principal place of business in New Jersey

**NYNEX PCS Inc., One Verizon Way, Basking Ridge, NJ 07920-1097**

- a Delaware corporation with its principal place of business in New Jersey

**PCSCO Partnership, One Verizon Way, Basking Ridge, NJ 07920-1097**

- a Delaware general partnership with its principal place of business in New Jersey
- composed of:

- Bell Atlantic Cellular Holdings, L.P. (see above)
- NYNEX PCS Inc. (see above)
- Metro Mobile CTS of Charlotte, Inc., a Virginia corporation with its principal place of business in New Jersey
- Bell Atlantic Personal Communications, Inc., a Delaware corporation with its principal place of business in New Jersey.

**GTE Wireless Incorporated, One Verizon Way, Basking Ridge, NJ 07920-1097**

- a Delaware corporation with its principal place of business in New Jersey

**GTE Wireless of Ohio Incorporated, One Verizon Way, Basking Ridge, NJ 07920-1097**

- a Delaware corporation with its principal place of business in New Jersey

**PCS Nucleus, L.P., Denver Place, South Tower, 999 – 18th Street, Suite 1750, Denver, CO 80202**

- a Delaware limited partnership with its principal place of business in Colorado
- Composed of:
  - Vodafone Holdings LLC (general partner), a Delaware limited liability company with its principal place of business in Colorado
  - Vodafone Americas Inc. (formerly AirTouch Communications, Inc.), a Delaware corporation with its principal place of business in Colorado

**JV PartnerCo, LLC, Denver Place, South Tower, 999 – 18<sup>th</sup> Street, Suite 1750,  
Denver, CO 80202**

- a Delaware limited liability company with its principal place of business in Colorado
- whose sole member is Vodafone Americas Inc.

Verizon Communications Inc. has its principal place of business at 140 West Street, New York, New York and Vodafone Group Plc has its principal place of business at The Connection, Vodafone House, Newbury, Berkshire, United Kingdom. Both Verizon Communications Inc. and Vodafone Group Plc. are publicly traded companies.

**CERTIFICATE OF SERVICE**

I hereby certify that on January 23, 2009, I caused a true and correct copy of the foregoing to be served by overnight mail on the following:

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A handwritten signature in black ink, appearing to be "Andrew S. [unclear]", is written over a horizontal line.